

WEIL, GOTSHAL & MANGES LLP
Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
Ray C. Schrock, P.C. (*pro hac vice*)
(ray.schrock@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
767 Fifth Avenue
New York, NY 10153-0119
Tel: 212 310 8000
Fax: 212 310 8007

CRAVATH, SWAINE & MOORE LLP
Paul H. Zumbro (*pro hac vice*)
(pzumbro@cravath.com)
Kevin J. Orsini (*pro hac vice*)
(korsini@cravath.com)
Omid H. Nasab (*pro hac vice*)
(onasab@cravath.com)
825 Eighth Avenue
New York, NY 10019
Tel: 212 474 1000
Fax: 212 474 3700

KELLER BENVENUTTI KIM LLP
Tobias S. Keller (#151445)
(tkeller@kbbkllp.com)
Jane Kim (#298192)
(jkim@kbbkllp.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: 415 496 6723
Fax: 650 636 9251

Attorneys for Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric
Company
☒ Affects both Debtors

** All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)
Chapter 11 (Lead Case) (Jointly Administered)

**NOTICE OF HEARING ON DEBTORS' SECOND
AMENDED MOTION FOR ENTRY OF ORDERS
(I) APPROVING TERMS OF, AND DEBTORS'
ENTRY INTO AND PERFORMANCE UNDER,
EQUITY BACKSTOP COMMITMENT
LETTERS, (II) APPROVING TERMS OF, AND
DEBTORS' ENTRY INTO AND PERFORMANCE
UNDER, DEBT FINANCING COMMITMENT
LETTERS AND (III) AUTHORIZING
INCURRENCE, PAYMENT AND ALLOWANCE
OF RELATED FEES AND/OR PREMIUMS,
INDEMNITIES, COSTS AND EXPENSES AS
ADMINISTRATIVE EXPENSE CLAIMS**

[Related to Dkt. Nos. 4446, 5267, 6013]

Date: March 16, 2020
Time: 10:00 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102
Objection Deadline: March 12, 2020
4:00 p.m. (Pacific Time)

1 **PLEASE TAKE NOTICE** that on January 29, 2019 (the “**Petition Date**”), PG&E
2 Corporation and Pacific Gas and Electric Company, as debtors and debtors in possession
3 (the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), each filed a
4 voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy**
5 **Code**”) with the United States Bankruptcy Court for the Northern District of California
6 (San Francisco Division) (the “**Bankruptcy Court**”).

7 **PLEASE TAKE FURTHER NOTICE** that on October 23, 2019, the Debtors filed the
8 *Debtors’ Motion for Entry of Orders (i) Approving Terms of, and Debtors’ Entry into and*
9 *Performance Under, Exit Financing Commitment Letters and (ii) Authorizing Incurrence, Payment*
10 *and Allowance of Related Fees and/or Premiums, Indemnities, Costs and Expenses as Administrative*
11 *Expense Claims* [Dkt. No. 4446] (the “**Original Exit Financing Motion**”). Concurrently with the
12 Original Exit Financing Motion, the Debtors filed a notice of hearing [Dkt No. 4451], which stated
13 that: (1) the hearing before the Bankruptcy Court on the Original Exit Financing Motion was
14 scheduled for November 13, 2019, at 10:00 a.m. (Pacific Time); (2) any oppositions or responses to
15 the Original Exit Financing Motion must be in writing, filed with the Bankruptcy Court, and served
16 on the counsel for the Debtors at the above-referenced addresses so as to be received by no later than
17 4:00 p.m. (Pacific Time) on November 6, 2019 (the “**Objection Deadline**”); (3) all oppositions and
18 responses must be filed and served pursuant to the *Second Amended Order Implementing Certain*
19 *Notice and Case Management Procedures* entered on May 14, 2019 [Dkt No. 1996] (the “**Case**
20 **Management Order**”); and (4) any oppositions or responses must be served on all “Standard Parties”
21 as defined in paragraph 5 of the Case Management Order.

22 **PLEASE TAKE FURTHER NOTICE** that on January 3, 2020, the Debtors filed the
23 *Debtors’ Amended Motion for Entry of Orders (I) Approving Terms of, and Debtors’ Entry into and*
24 *Performance Under, Equity Backstop Commitment Letters, (II) Approving Terms of, and Debtors’*
25 *Entry into and Performance Under, Debt Financing Commitment Letters, and (III) Authorizing*
26 *Incurrence, Payment, and Allowance of Related Fee and/or Premiums, Indemnities, Costs and*
27 *Expenses as Administrative Expense Claims* [Dkt. No. 5267] (the “**Amended Exit Financing**
28 **Motion**”). The Amended Exit Financing Motion amended and superseded the Original Exit
Financing Motion. The hearing on the Amended Exit Financing Motion was subsequently taken off
calendar pending the filing of a further amended motion reflecting negotiated revisions to the
provisions of the Exit Financing Commitments (as defined in the Amended Exit Financing Motion).

29 **PLEASE TAKE FURTHER NOTICE** that on March 2, 2020, the Debtors filed the *Debtors’*
30 *Second Amended Motion for Entry of Orders (I) Approving Terms of, and Debtors’ Entry into and*
31 *Performance Under, Equity Backstop Commitment Letters, (II) Approving Terms of, and Debtors’*
32 *Entry into and Performance Under, Debt Financing Commitment Letters, and (III) Authorizing*
33 *Incurrence, Payment, and Allowance of Related Fee and/or Premiums, Indemnities, Costs and*
34 *Expenses as Administrative Expense Claims* [Dkt. No. 6013] (the “**Second Amended Exit Financing**
35 **Motion**”). The Second Amended Exit Financing Motion amended and superseded the Amended Exit
Financing Motion.

36 **PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will hold a hearing on
37 **March 16, 2020, at 10:00 a.m. (Pacific Time)** (the “**Omnibus Hearing**”) in the courtroom of the
38 Honorable Dennis Montali, United States Bankruptcy Judge, Courtroom 17, 16th Floor, 450 Golden
Gate Avenue, San Francisco, California 94102.

1 **PLEASE TAKE FURTHER NOTICE** that, in addition to any other matters to be heard at
2 the Omnibus Hearing, the Bankruptcy Court will hear the Second Amended Exit Financing Motion.

3 **PLEASE TAKE FURTHER NOTICE** that any oppositions or responses to the Second
4 Amended Exit Financing Motion must be in writing, filed with the Bankruptcy Court, and served
5 on counsel for the Debtors at the above-referenced addresses so as to be received by no later than
6 **4:00 p.m. (Pacific Time) on March 12, 2020**. Any oppositions or responses must be filed and
7 served on all “Standard Parties” as defined in, and in accordance with, the Case Management Order.

8 **PLEASE TAKE FURTHER NOTICE** that copies of the Second Amended Exit Financing
9 Motion and its supporting papers can be viewed and/or obtained: (i) by accessing the Court’s website
10 at <http://www.canb.uscourts.gov>, (ii) by contacting the Office of the Clerk of the Court at 450 Golden
11 Gate Avenue, San Francisco, CA 94102, or (iii) from the Debtors’ notice and claims agent, Prime
12 Clerk LLC, at <https://restructuring.primeclerk.com/pge>, or by calling (844) 339-4217 (toll free) for
13 U.S.-based parties; or +1 (929) 333-8977 for International parties or by e-mail at:
14 pgeinfo@primeclerk.com. Note that a PACER password is needed to access documents on the
15 Bankruptcy Court’s website.

16 Dated: March 2, 2020

17 **WEIL, GOTSHAL & MANGES LLP**
18 **CRAVATH, SWAINE & MOORE LLP**
19 **KELLER BENVENUTTI KIM LLP**

20 /s/ Jane Kim
21 Jane Kim

22 *Attorneys for Debtors and Debtors in Possession*